Taxes - The model calculates income taxes at the federal corporate rate of 34 percent automatically. I believe that whether the cable entity itself pays taxes, or the tax burden is passed through to the system's owner in the form of a partnership or other structure, income taxes are a cost of doing business that should be recovered. The model uses a standalone approach to calculating taxes.

Expense Allocation

The next step in the process is the allocation of the expenses to the correct service category. Costs that directly relate to a category (basic programming expense to the basic category) are directly assigned. Where expenses are not directly assigned, an allocation method is used (in some cases direct allocations are made to two or more categories). The worksheet provides for two allocation methodologies:

- a. Allocation based on relative proportion of revenue per service
- b. Allocation based on subscribers

The expense category <u>Program-Basic</u> has been directly allocated to the basic program revenue category. If a CPS tier exists, the Basic Program expense would be allocated between the two services based on subscriber weighted channels. This is appropriate because, in most cases, the program expense is paid on a per-subscriber basis. The Program-Pay expense is also directly allocated to the pay program revenue category. If records for pay-per-view expenses are available, they would also be placed in this category.

I have allocated the <u>Operations</u> expense category primarily to the Basic Service Category. The reason for this allocation is that network operations and maintenance are not performed on a per-channel basis. Cable networks are maintained and operated in totality and I believe the correct allocation of operation and maintenance expenses should be based on the total network constructed to deliver basic service. This produces an allocation which reflects the actual requirement to maintain and operate the network.

I have allocated the <u>Marketing</u> expense category based on the proportional revenue obtained from any singular service category. This allocation, based on revenue, produces an economic allocation which properly reflects the value of the marketing expense to the cable television system.

The <u>General and Administrative</u> expense is allocated based on the number of subscribers in each service category. Because many of the items included in the General and Administrative category are subscriber related (billing, customer service, etc.), I have determined that an allocation based on subscribers is most representative of the value of this service to the system.

The <u>Corporate</u> expense category is similar to General and Administrative. Corporate expenses include management expenses, and legal and accounting expenses. Because these are services applied evenly throughout the system, I believe the best representation of value is a distribution via subscribers.

The <u>Depreciation</u> and <u>Amortization</u> expenses are allocated directly. I assume that most operators will allocate these expenses largely to basic services. The FCC has used

this "building block" approach in its treatment of equipment charges in its benchmark calculations, and I think it is appropriate to allocate the depreciation of tangible assets largely to the basic service that all subscribers must obtain (by Congressional mandate) before taking any other services. Similarly, amortization expenses (which largely represent the deferred start-up costs that cable operators incur before revenues are sufficient to cover expenses) are appropriately allocated to basic service.

Rate Base

The next item to be calculated is the rate base. The major rate base item is the cable television system physical plant. In addition, cable plant under construction (and budgeted for construction within the next 12 months), deferred start-up costs, and the interest expense of carrying all these costs (including construction costs before depreciation is actually recovered) are included. Deferred start-up costs include the unrecovered costs of beginning operations, as well as early-year operating losses that are not covered by revenues in those years. It is appropriate to include all of these deferred costs in the rate base and then amortize them over the life of the investment cycle because the cable operator must raise enough money prior to beginning construction to cover these early-year losses. In addition, the money raised by the operator must be sufficient to cover interest payments on both construction costs and deferred start-up costs, until the system has revenues large enough to begin contributing toward a return on investment. Accumulated deferred income taxes, customer deposits, and a working capital allowance can be entered when appropriate. Because most cable operators charge for cable service in advance, I have not included a separate category for working capital. While an extensive lead-lag study could be performed, I believe it would show working capital to be near break-even. These items are calculated as follows:

Cable Television Physical Plant: The typical measure of tangible asset value (for cost of service) is original cost. Where the existing operator has built (or rebuilt) the system, its recorded costs of construction are entered here. For many cable systems, however, this information simply does not exist. Because of record keeping, rebuilds, reconstructions and upgrades, the original cost standard may be an inadequate and inaccurate measure of plant value in these cases. In cases where accurate information exists it should be used. In addition, where the system has been acquired, original cost data will generally be unavailable. In these cases, I suggest utilizing reproduction cost new, less depreciation, as the primary element in the rate base. Reproduction cost new, less depreciation, measures the cost required to reproduce the existing facility in substantially its present form at current price levels.

I have constructed a model which allows for the input of system specific information (number of channels, miles of plant, aerial or underground, homes passed, and a cost factor based on whether the system is operating in an urban, rural or suburban community). Using these factors, I have relied on my lengthy experience in cable television consulting to build a model that reflects the average cost of constructing that cable system on the date the system was acquired. The reproduction cost new is intended to reflect average costs to construct different types of systems. A system's actual construction cost may vary from the average. I then depreciate that reproduction cost on a straightline, 12-year basis to reflect its average age.

I have estimated the average useful economic life of cable plant to be 12 years. Included in the definition of plant are the actual cable used for signal transmission, drop cable to the customer premises, plant electronics (actives and passives), strand, pedestals, conduit,

headend equipment, satellite earth stations, television antennae and assorted furniture, fixtures, and equipment necessary for operating a cable television system. Some plant lasts longer than 12 years, and some plant lasts for shorter periods of time. The factors contributing to the useful economic life of plant include geographic location, whether or not the plant is aerial or underground, and construction quality. Other factors include those related technological obsolescence. Based on my experience with a wide variety of systems, 12 years is the average useful economic life of a cable television system properly maintained.

<u>Cable Plant Under Construction</u>: In addition to the plant listed above, cable television plant under construction or planned for construction during the next 12 months should be included in the rate base. Cable plant under construction should be valued at its cost and entered into the rate base.

<u>Deferred Start-up/Operating Costs</u>: As noted above, cable television operations typically require a period of years before revenues can be increased to the point where they cover operating expenses and depreciation, and provide a return to investors (and repayment of interest). Where a cable operator has constructed its own system and maintained records of these deferred expenses, these numbers may be used. But where such records are not available or where portions of the system have been acquired after construction, the model calculates typical deferred start-up costs depending on the characteristics of the system. These factors are based on my extensive background analyzing actual cable system operations. The variables include the number of subscribers, system density, current penetration, miles of cable plant, and average total revenue per subscriber. The model assumes a complete reconstruction of the cable system and calculates losses until the break-even point is reached. The model adds an interest component, based on a compounded prime rate, in recognition that these deferred costs, as well as construction costs prior to recovery of depreciation, must be borrowed, and interest must be paid until revenues begin to generate a return. In some cases the system being examined will be beyond the break-even point and into profitability. In cases such as this the model amortizes the total deferred costs over the economic life of the plant -- assumed to be 12 years after acquisition.

Return Rate: The next section is used to calculate the rate of return. I have structured the rate of return to reflect the actual capitalization of the cable system. This is accomplished through a weighted average cost of capital calculation. In this calculation the cost of equity is weighted with the cost of debt to obtain the rate of return. By calculating the rate of return based on the systems' actual capital structure, a measure of industry and system risk is included. In developing the return for any company, it is critical to take into consideration its specific risk factors. Within the cable industry different companies have different risk levels by virtue of the areas they serve and the type of population they serve. For purposes of example, I have included a default average blended return (debt and equity) of 15 percent in the model.

Revenue Requirement & Comparison to Current Rates

The final worksheets calculate the revenue requirement based on operating expenses, rate base and rate of return. Rate base is multiplied by the rate of return. Allocated operating and depreciation expense are added. Bad debt is added to the cost based revenue requirement. If the revenue requirement is higher than the actual revenue for the service category, the cost of service is higher and the current rates could be raised. If the revenue requirement is lower that the actual revenue, then the cost of service is lower and the rate could be lowered.

Anthony P. Kern



ARTHUR ANDERSEN & CO, SC

RESUME OF ANTHONY P. KERN

ARTHUR ANDERSEN & CO., SC

Anthony P. Kern is a Senior Manager in Arthur Andersen's worldwide telecommunications practice. He has responsibility for a variety of projects including management consulting, business planning, acquisition review, due diligence, the valuation of tangible and intangible property for tax purposes, fair market valuations, management audits, feasibility studies, damage assessments and general litigation support. Additionally, he serves as a management and acquisition advisor to a public telecommunications growth and income fund.

Mr. Kern has extensive experience in management and systems evaluation of both franchise and private cable television systems, programmers, telecommunications networks, radio and television stations, cellular telephone systems, paging systems, microwave systems and special mobile properties. Additionally, he has developed numerous business plans for new media projects including programming ventures and new-technology companies. In his nineteen years in the media business, Mr. Kern has directed consulting applications for over \$35 billion in telecommunications properties, and is a recognized expert by the United States Federal Courts in matters of telecommunications management, transactions, and valuations.

Mr. Kern was previously with the communications consulting firm of Malarkey-Taylor Associates as Vice President and Managing Director. Prior to that he was with Frazier, Gross & Kadlec, Washington, D.C. as a Project Director. Additionally, Mr. Kern has held operations positions at NBC and ABC owned and operated radio stations. He has also held the positions of Director of Sales and Marketing of a broadcast/cable electronics manufacturer and Regional Director of a national business development organization.

EXPERIENCE

1991 - Present: - Arthur Andersen & Co.

1986-1991 - Malarkey-Taylor Associates, Inc., Washington, D.C.

Vice President & Managing Director

- Telecommunications consultants

Responsible for all financial and management projects for clients in Cable, Broadcasting, Cellular, Paging, Programming, Telecommunications and related industries.

1985-1986 - Frazier, Gross & Kadlec, Inc., Washington, D.C.

Project Director/Financial Analyst

- Communications Consultants

Responsible for valuation of cable television systems, broadcast properties, print properties, profitability assessments, management audits and client litigation support.



ARTHUR ANDERSEN & CO. SC

1983-1985 - Mid Atlantic Business Investment Group, Washington, D.C.

Regional Director

- Business Consulting Firm

Responsible for regional valuation and brokerage practice.

Wilkinson Electronics, Philadelphia, PA.

Director of Sales and Marketing

Responsible for the sales and marketing effort for this international equipment manufacturer.

1980-1988 - NBC's WKYS-FM, Washington, D.C.

Staff Announcer

1978-1980 - ABC's WRQX-FM, Washington, D.C.

Director of Operations and Staff Announcer,

Responsible for the day-to-day operations of this network owned station.

EDUCATION

BA Telecommunications, Michigan State University, 1978, East Lansing, Michigan. Graduate coursework in communications law and cable television management. Nominated outstanding Senior 1978. Various Coursework Certifications - American Society of Appraisers.

ORGANIZATIONS/BOARD POSITIONS

Member, Federal Communications Bar Association

Member. Cable Television Tax Professionals Institute

Member, Turnaround Management Association

Member, American Federation of Television & Radio Artists

Member, Maryland Historic Trust

Member, National Trust for Historic Preservation

Board of Directors - KCI Radio Partners, Inc.

Board of Directors - CGC, Inc.

Board of Directors - Malarkey-Taylor Associates, Inc. (former)

Executive Committee - Malarkey-Taylor Associates, Inc. (former)

PERSONAL

Birthdate - September 30, 1956

Phone Numbers - (301) 840-1790 (home) - (202) 862-7094 (office)

Address - Darnall Farm, Whites Ferry Road, Poolesville, MD 20837

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CPS Alloc Equipment Equip Alloc

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\$8,621,609 (\$ \$815,391 | From Records | Norm Adjs

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WORKSHEET II						For Systems & Portions You Purcha	sed
Tax Information			For Systems & Portions of Syst	emsYou Built		Acquisition information	Entry
Fed Tax Rate	34.00%		Construction information			System Classification	************
State Tax Rate	6.00%		Original Construction Cost	\$1,500,000		If Large Urban Enter 1	200000000000000000000000000000000000000
Composite Tax Rate	37.96%		Plus: Rebuilds & Upgrades	\$500,000		If Suburban Enter 2	
			Total	\$2,000,000		if Small Town Urban Enter 3	
			Budgeted 12 Month Constr.	\$300,000		If Rural Enter 4	
System Life Information			Average Age of Plant (Years)	2		Aerial Miles	14
Average Economic Plant Life	12		Accumulated Deficit	\$1,000,000		Underground Miles	
Investment Cycle	12					Average Age of Plant & Equipt (Today)	
Other Info						Average Year of Acquisition	19
Rate of Return on Rate Base	14.22%					Total Homes Passed	47,0
% Equity	36.09%					Total Subscribers	29,0
Current Year	1993		Current Inventory	\$000,000		Number of Active Chemicals	
						Armuel Reversion	\$0,437,
						Annual Operating Expenses	\$5,609,6
			Current Acquired Plant Value	\$10,854,570		Converters in Use ? Yes=1 No=2	
						If No End of Warkshoot	
						If Yes Percent of Subs With:	0.000
			Current Deferred Start - up/Opera			System Owned Standard Units	1 3
				\$762,792		System Owned Addressable Units	3
Cost of Capital	Actuals	Adja	As Adjusted	nas	Annual cost %		3
Debt	\$12,921,115		\$12,921,115	0.634	8.00%		
Equity	7,452,595		7,452,595	0.366	25.00%		
Other_1			0	0.000		0.00%	
Other_2			• 0	0.000		0.00%	
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			0	0.000		0.00%	.i
Other 5 Folial	\$20,373,710		\$0 \$20,373,710	1.000		14.22%	

Revenue Requirement — Basic Workspace	

Rate Base Allocation % Based on Revenue	72.08%
Rate Base Computation	L
Not Plant	\$9,094,459
CPUC	216,170
Inventory	432,341
Deferred Start-up & Operating Costs	549,644
Less: Accumulated Deferred inc Taxes	0
Less: Customer Deposits	<u> </u>
Total Rate Base	\$10,292,614
Rate of Return	
Return on Yotal Rate Base	\$1,463,466
Income Taxes on Return of Equity	327,545
Plus: Operating Expenses	\$3,336,596
Plus: Plant Degreciation	1,700,000
Plus: CPUC Degreciation	18,014
Plus: DSOC Amortization	183,216
SubTotal	\$7,028,825
Revenue Related Taxes & Bad Debts %	78,206
Total Revenue Regulted	\$7,107,031
Current Basic Revenue	\$6,600,000
Over /Under	\$307,031
Over/Under Per Sub/Month	\$0.88

Reversus Requirement - CPS	4 17 70 500 500
WorkSpace	
Rate Base Allocation % Based on Revenue	0.00
Rate Base Computation	
Not Plant	*
Not CPUC	
Inventory	
Deferred Start-up & Operating Costs	
Less: Accumulated Deferred Inc Taxes	
Less: Customer Deposits	
Total Rate Base	
Rate of Return	
Return on Total Rate Base	4
Income Taxes on Return of Equity	
Plus: Operating Expenses	
Plus: Plant Depréciation	
Plus: CPUC Depreciation	
Plus: DSOC Amortization	
SubTotal	
Reverse Related Taxes & Bad Debts %	
Total Revenue Required	
Current CFS Revenue	
Over/Under	

Reverue Requirement - Equipment	
WarkSpace	
Rate Base Allocation % Based on Revenue	5,19%
Hate Date Allocation is Dated on Herefide	V
Rate Base Computation	}
Not Plant	\$656,336
Net CPUC	15,577
Inventory	31,154
Deferred Startup & Operating Costs	39,607
Less: Accumulated Deferred Inc Taxes	0
Less: Customer Deposits	0
Total Rate Base	\$741,874
Rate of Return	
Return on Total Rate Base	\$105,455
Income Taxes on Return of Equity	23,603
Plus: Operating Expenses	\$445,021
Plus: Plant Depreciation	138,166
Plus: CPUC Depreciation	1,298
Plus: DSOC Amortization	13,202
8ubTotal	\$728,747
Revenue Related Taxes & Bed Debts %	8,000
Total Revenue Regulred	\$734,833
Current Equipment Revenue	\$490,000
Over/Under	\$244.833

Rate Base Allocation % Based on Revenue Rate Base Computation Not Plant	3,66%
	l .
Net Plant	
	\$461,410
Net CPUC	10,987
Inventory	21,939
Deferred Start – up & Operating Costs	27,884
Less: Accumulated Deferred Inc Taxes	(
Less: Customer Deposits	
Total Rate Base	\$522,191
Rate of Return	
Return on Total Rate Base	\$74,241
Income Taxes on Return of Equity	16,61
Plus: Operating Expenses	\$132,05
Plus: Plant Depreciation] ,
Plus: CPUC Depreciation	91
Plus: DSOC Amortization	9,20
SubTotal	\$233,13
Revenue Related Taxes & Bad Debts %	2,59
Total Revenue Required	\$236,72

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Reverse Requirement — Installation	
WerkSpace	****
Rate Base Affocation % Based on Revenue	1.43
Rate Base Computation	1
Net Plant	\$180,55
Net CPUC	
Inventory	8,58
Deferred Start – up & Operating Costs	10,91
Less: Accumulated Deferred Inc Taxes	
Less: Customer Deposits	
Total Rate Base	\$200,04
Rate of Return	
Return on Total Rate Base	\$26,44
Income Taxes on Return of Equity	6,36
Plus: Operating Expenses	\$172,76
Plus: Plant Depreciation	İ
Plus: CPUC Depreciation	36
Plus: DSOC Amortization	3,63
SubTotal	\$211,56
Revenue Related Taxes & Bad Debts %	2,38
Total Revenue Required	\$213,9
Current Installation Revenue	\$135,0
Over/Under	\$78.95

Reverue Requirement - Other 1	
Watilpasa	
Rate Base Allocation % Based on Revenue	1.59%
Rate Base Computation	
Not Plant	\$200,813
Not CPUC	4,760
Inventory	9,537
Deferred Start - up & Operating Costs	12,124
Less: Accumulated Deferred inc Taxes	
Less: Customer Deposits	
Total Rate Base	\$227,04
Rate of Return	
Return on Total Rate Base	\$32,282
Income Taxes on Return of Equity	7,22
Plus: Operating Expenses	\$140,09
Plus: Plant Depreciation	
Plus: CPUC Degreciation	30
Plus: DSOC Amortization	4,04
SubTotal	\$184,04
Revenue Related Taxos & Bad Debts %	2,04
Total Revenue Required	\$195,00
Current Other 1	\$150,00
Over/Under	\$36.06

Revenus Requirement - Other 2 Workfloers	
Rate Base Allocation % Based on Revenue	0.34%
These Dable Palovasori is Dased Officerorite	0.04
Rate Base Computation	i
Net Plant	\$42,797
Not CPUC	1,017
Inventory	2,03
Deferred Start – up & Operating Costs	2,58
Less: Accumulated Deferred Inc Taxes] (
Less: Customer Deposits	
Total Rate Base	\$48,43
Rate of Return	
Return on Total Rate Base	\$6,88
Income Taxes on Return of Equity	1,54
Plus: Operating Expenses	\$65
Plus: Plant Depreciation	ļ ,
Plus: CPUC Depreciation	
Plus: DSOC Ameritzation	86
Sub Total	\$10,03
Revenue Related Taxes & Bad Debts %	11
Total Revenue Required	\$10,14
Current Other 2	\$32.00
Over/Under	(\$21,85

Revenue Regulrement — Other 3	
WorkSpace	
Rate Base Altocation % Based on Revenue	0.00%
Rate Base Computation	
Net Plant	\$0
Net CPUC	
Inventory	1 (
Deferred Start – up & Operating Costs	
Less: Accumulated Deferred Inc Taxes	- 1 (
Less: Customer Deposits	
Total Rate Base	
Rate of Return	
Return on Total Rate Base	
Income Taxes on Return of Equity	· ·
Plus: Operating Expenses	
Plus: Plant Depreciation	
Plus: CPUC Degreciation	, j
Plus: DSOC Amortization	
SubTotal	•
Revenue Related Taxes & Bad Debts %	
Tatal Revenue Required	
Current Other 3	.
Over/Under	ž ž

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Revenue Requirement - Other 4	
Wattagere	
Rate Base Allocation % Based on Revenue	0.26%
Rate Base Computation	
Net Plant	\$33,436
Net CPUC	795
Inventory	1,589
Deferred Start - up & Operating Costs	2,021
Less: Accumulated Deferred Inc Taxes	0
Less: Customer Deposits	0
Total Rate Base	\$37,840
Rate of Return	
Return on Total Rate Base	\$5,380
income Taxes on Return of Equity	1,204
Plus: Operating Expenses	\$2,754
Plus: Plant Depreciation	
Plus: CPUC Depreciation	66
Plus: DSOC Amortization	674
SubTotal	\$10,078
Revenue Related Taxes & Bad Debts %	112
Total Revenue Reguland	\$10,190
Current Other 4	\$25,000
Over/Under	(\$14,610